

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
CORPUS CHRISTI DIVISION**

	X	
In re:	:	Chapter 11
	:	
ASARCO LLC, et al.,	:	Case No. 05-21207
	:	
Debtors.	:	Jointly Administered
	X	

**REQUEST FOR EXPEDITED HEARING ON
THE MAJORITY BONDHOLDERS' SUPPLEMENTAL MOTION TO COMPEL THE PARENT'S
RESPONSES TO WRITTEN DISCOVERY RELATING TO THE MAJORITY BONDHOLDERS'
SUBSTANTIAL CONTRIBUTION APPLICATION**

TO THE HONORABLE RICHARD S. SCHMIDT, U.S. BANKRUPTCY JUDGE:

Harbinger Capital Partners Master Fund I, Ltd., Harbinger Capital Partners Special Situations Fund, L.P., and Citigroup Global Markets, Inc. (collectively, the "Majority Bondholders"), who collectively held more than half of the principal amount of unsecured bonds and debentures issued by ASARCO LLC ("ASARCO", and collectively with its above-captioned jointly administered subsidiaries, the "Debtors"), hereby submit this request for expedited hearing on the Supplemental Motion to Compel (docket # 14929), and respectfully states the following:

1. In accordance with the Court's Supplemental Scheduling Order (docket # 14503), the Majority Bondholders timely filed their Motion to Compel the Parent's Responses to Written Discovery Relating to the Majority Bondholders' Substantial Contribution Application, and Reservation of Rights on April 30, 2010 (*see* docket # 14552, the "Motion to Compel"). At the time the Motion to Compel was filed, the Parent had just produced its first batch of documents responsive to the Majority Bondholders' discovery request, and had stated that it would be

producing additional responsive documents within the first week of May 2010.¹ The Majority Bondholders therefore continued the May 6, 2010 hearing on its Motion to Compel to allow the Parent to complete its document production.

2. As of the date of filing of this Supplemental Motion to Compel, the Parent still has not completed its document production and directed the Majority Bondholders to the Plan Administrator's counsel on the status of the Parent's document production. The first deposition relating to substantial contribution claims is scheduled to occur on June 19, 2010. The Majority Bondholders therefore request an expedited hearing on its Supplemental Motion to Compel on or before June 16, 2010 so the Majority Bondholders can adequately prepare for the upcoming substantial-contribution depositions. Because several Asarco matter matters are already set for hearing on June 15, 2010 at 9:00 a.m. Central Time, the Majority Bondholders request an expedited hearing on its Supplemental Motion to Compel on June 15, 2010 at 9:00 a.m.

WHEREFORE, PREMISES CONSIDERED, the Majority Bondholders respectfully request that the Court enter an order granting this Request for Expedited Hearing. The Majority Bondholders also request general relief.

Dated: June 13, 2010

Respectfully submitted,

KRAMER LEVIN NAFTALIS &
FRANKEL LLP
Thomas Moers Mayer, Esq. (admitted *pro*
hac vice)
Gregory A. Horowitz, Esq. (admitted *pro*
hac vice)
1177 Avenue of the Americas
New York, New York 10036
(212) 715-9100 (telephone)

¹ For example, the Parent's first batch of document production does not contain any documents or communications between the Parent or Parent's counsel with third parties regarding the Harbinger Plan and the Bondholder Settlement. *See also Exhibit B* to the Supplemental Motion to Compel, which are true and correct copies of emails with Parent's counsel regarding the Parent's document production.

(212) 715-8000 (facsimile)

-and-

WINSTEAD PC
5400 Renaissance Tower
1201 Elm Street
Dallas, Texas 75270
(214) 745-5400 (telephone)
(214) 745-5390 (facsimile)

By: /s/ Weiting Hsu
Phillip L. Lamberson
State Bar No. 00794134
"Erik" Weiting Hsu
State Bar No. 24046116

**ATTORNEYS FOR THE MAJORITY
BONDHOLDERS**

Certificate of Conference

I hereby certify that on June 11, 2010, I conferred with the Parent's counsel and Plan Administrator's counsel via email regarding this Request for Expedited Hearing and the Supplemental Motion to Compel. As of the filing of this Request for Expedited Hearing, Parent's counsel and the Plan Administrator's counsel have not responded.

/s/ Weiting Hsu
"Erik" Weiting Hsu

Certification of Counsel

Pursuant to 28 U.S.C. § 1746, I, "Erik" Weiting Hsu, declare under penalty of perjury that I am an attorney of record for the Majority Bondholders in the above-referenced bankruptcy cases, that I have read the above Request for Expedited Hearing, and the facts stated in it are within my personal knowledge and are true and correct.

Dated: June 13, 2010

/s/ Weiting Hsu
Weiting Hsu

Certificate of Service

I hereby certify that on June 13, 2010, notice of this document will be electronically mailed to the parties that are registered or otherwise entitled to receive electronic notices in this case pursuant to the Electronic Filing Procedures in this District.

/s/ Weiting Hsu

Weiting Hsu

Dallas_1\5536073\1
47626-1 6/13/2010